

# EXHIBIT

# Delaware

The First State

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*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND  
CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE  
CORPORATION UNDER THE NAME OF "GOOGLE INC." TO A DELAWARE LIMITED  
LIABILITY COMPANY, CHANGING ITS NAME FROM "GOOGLE INC." TO "GOOGLE  
LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF SEPTEMBER,  
A.D. 2017, AT 12:42 O'CLOCK P.M.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE  
AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF  
SEPTEMBER, A.D. 2017 AT 11:59 O'CLOCK P.M.*

3582691 8100V  
SR# 20176403570



A handwritten signature in black ink, appearing to read "JWB". Below the signature is a horizontal line, and further down the line is the text "Jeffrey W. Bullock, Secretary of State".

Authentication: 203316782  
Date: 09-29-17

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

CERTIFICATE OF CONVERSION  
OF  
GOOGLE INC.  
(a Delaware corporation)  
TO  
GOOGLE LLC  
(a Delaware limited liability company)

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:42 PM 09/29/2017  
FILED 12:42 PM 09/29/2017  
SR 20176403570 - File Number 3582691

This Certificate of Conversion is being filed in accordance with the provisions of 6 Del. C. § 18-214 to convert Google Inc., a Delaware corporation (the “Corporation”), to Google LLC, a Delaware limited liability company, and the undersigned does hereby certify as follows:

1. The jurisdiction where the Corporation was first incorporated is the State of Delaware.
2. The Corporation was first incorporated in the State of Delaware on October 22, 2002.
3. The name of the Corporation immediately prior to the filing of this Certificate of Conversion was Google Inc.
4. The name of the limited liability company as set forth in the attached Certificate of Formation is Google LLC.
5. The effective time of the conversion of the Corporation into a Delaware limited liability company pursuant to and in accordance with Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act is 11:59 PM EDT on September 30, 2017 (the “Effective Time”).

IN WITNESS WHEREOF, the undersigned, as an authorized officer, has executed this Certificate of Conversion.

GOOGLE INC.

By: /s/ Kenneth H. Yi  
Name: Kenneth H. Yi  
Title: Assistant Secretary